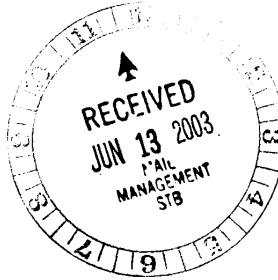


## BARNES &amp; THORNBURG

Richard H. Streeter  
(202) 408-6933  
Email: richard.streeter@btlaw.com

750 17th Street, N.W.  
Suite 900  
Washington, D.C. 20006 U.S.A  
(202) 289-1313  
(202) 289-1330 - Fax

www.btlaw.com



June 13, 2003

By Hand Delivery

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

Re: Docket No. AB-33 (Sub-No. 163X) Union Pacific Railroad Company--  
Abandonment Exemption--in Lamar and Fannin Counties, TX

Dear Secretary Williams:

Enclosed for filing are an original and 10 copies of the “Petition to Toll Period for Submitting Offer of Financial Assistance.”

Two copies of the above-mentioned document are enclosed which we request be date-stamped and returned to the undersigned. Thank you for your assistance in this matter.

Very truly yours,

Ret. W. Shurt

Richard H. Streeter

RHS  
Enclosure  
cc: Keith O'Brien, Esq.

**ENTERED**  
**Office of Proceedings**  
**JUN 12 2003**  
**Part of**  
**Public Record**

DCDS01 RHS 69127v1

ENTERED  
Office of Proceedings

JUN 13 2003

Part of  
Public Record

Before the  
Surface Transportation Board  
Washington, D.C. 20423

Docket No. AB-33 (Sub-No. 163X)

Union Pacific Railroad Company--Abandonment Exemption--in Lamar and Fannin Counties, TX



Petition to Toll Period for Submitting Offer of Financial Assistance

Comes Now Fannin Rural Rail Transportation District ("FRRTD") and files its Petition seeking to toll the period for submitting an offer of financial assistance ("OFA") so as to permit FRRTD to enter into negotiations with the Union Pacific Railroad Company ("UP") to acquire the line. FRRTD is a political subdivision of the State of Texas charged with the responsibility for preserving rail transportation. As reflected by the attached letter of May 23, 2003, **which was duly and timely filed with the Board on May 27, 2003 (following an attempt made on May 23 during the Board's normal business hours)**<sup>1</sup>, FRRTD formally notified the Board and UP that it intends to file an OFA. That letter also notified UP that FRRTD requires information concerning the NLV of the line, as well as other materials, in order that it may present its OFA. This was but the latest attempt to alert UP of FRRTD's interest in acquiring the line that is the subject of the abandonment proceeding.

By its Response filed with the Board on or about June 11, 2003, UP has provided information concerning the line and its alleged net liquidation value ("NLV"). FRRTD is


<sup>1</sup> As the Board's records will reflect, the Board closed early on May 23, 2003, which was the Friday before Memorial day. On that date, a messenger from the firm of Barnes & Thornburg attempted to file the OFA prior to the normal closing time, but was prevented from doing so by the early closing.

currently in the process of exploring the values assigned to UP and intends to make an offer based on its own information with regard to the NLV.

In its response, UP erroneously claims that FRRTD's Notice of Intent was not filed with the Board until June 6, 2003. A review of the materials attached to UP's submission proves conclusively that UP has confused the Texas Department of Transportation ("TexDOT") with FRRTD. As stated in Exhibit B to UP's Response (emphasis added), "the **Texas Department of Transportation** hereby informs you of its intent to enter into Rail-banking, Public Use Condition negotiations." Although UP has failed to note the distinction, FRRTD and TexDOT are distinct legal entities. Because Mr. Shumate is on vacation (as confirmed by the message on his voice mail) and will not return until June 19, 2003, it has been impossible to correct the mistaken impression under which he appears to be laboring.

Mr. Shumate has requested that FRRTD "be required to make its offer of financial assistance" by June 18, 2003. Because Mr. Shumate will not be available until June 19, FRRTD respectfully requests the Board to toll the OFA deadline to allow time for evaluation of the requested information for purposes of an appropriate OFA and negotiations. This will also permit TexDOT and UP to negotiate a public use condition after Mr. Shumate's vacation .

Respectfully submitted,

A handwritten signature in black ink, appearing to read "R. H. Streeter".

Richard H. Streeter  
Counsel to Fannin Rural Rail Transportation  
District and the Texas Department of  
Transportation

Dated: June 13, 2003

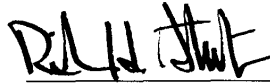
Certificate of Service

I, Richard H. Streeter, do hereby certify that a true copy of the foregoing document was served by first-class mail, postage prepaid, this 13<sup>th</sup> day of June, 2003, on the following:

Mack H. Shumate, Jr.  
101 North Wacker Drive  
Room 1920  
Chicago, IL 60606

Gary A. Laakso, Esq.  
5300 Broken Sound Boulevard N.W.  
Second Floor  
Boca Raton, FL 33487

Louis E. Gitomer  
Ball Janik LLP  
1455 F Street, N.W., Suite 225  
Washington, D.C. 20005

A handwritten signature in black ink, appearing to read "R.H. Streeter", written over a horizontal line.

Richard H. Streeter

# BARNES & THORNBURG

Richard H. Streeter  
(202) 408-6933  
Email: richard.streeter@btlaw.com

750 17th Street, N.W.  
Suite 900  
Washington, D.C. 20006 U.S.A.  
(202) 289-1313  
(202) 289-1330 - Fax

www.btlaw.com

Via Fax and U.S. Mail

May 23, 2003

Mack H. Shumate, Jr., Esq.  
Senior General Attorney  
101 North Wacker Drive  
Room 1920  
Chicago, IL 60606

RE: Union Pacific Railroad Company--Abandonment Exemption--in Lamar  
and Fannin Counties, TX

Dear Mr. Shumate:

This letter is written on behalf of the Fannin Rural Rail Transportation District ("FRRTD"). FRRTD intends to file an offer of financial assistance ("OFA") to purchase the 33.5-mile portion of the Bonham Subdivision between milepost 94.0, near Paris, and milepost 127.5, east of Bonham, in Lamar and Fannin Counties, TX. FRRTD is a political subdivision of the State of Texas charged with the responsibility for preserving rail transportation services.

In accordance with the requirements set forth in 49 C.F.R. § 1152.27(a), FRRTD hereby requests Union Pacific Railroad Company ("UP") to provide promptly the following information:

1. UP's estimate of the minimum purchase price required to keep the line in operation. 49 C.F.R. § 1152.27(a)(1)(i). It is assumed that UP will agree that the line has no going concern value ("GCV"). Therefore, information concerning the net liquidation value ("NLV") would be required. Any information concerning the physical condition of the line and the estimated cost of rehabilitating the line to Class I status that is in UP's possession that was not included in the Notice of Exemption is also requested.
2. Pursuant to 49 C.F.R. § 1152.27(a)(3), please provide UP's estimate of the NLV of the line with supporting data reflecting available real estate appraisals, assessments of the quality and quantity of track materials on the line, and removal cost estimates (including the cost of transporting removed materials to point of sale or point of storage for relay use).
3. Documentation to show the extent to which RVI has marketable fee title to the land in the rail line right-of-way as contrasted to easements or other interests that would revert to others if the line were not being used for railroad purposes. Such documentation of title is deemed necessary to determine whether and to what extent rail line real estate should be considered for net liquidation value purposes under 49 C.F.R. § 1152.27(a)(3).

Mack H. Shumate, Jr., Esq.  
May 23, 2003  
Page 2

4. Valuation maps for the rail line including any deed indices that accompany the maps. Such maps are essential to verification of the quantity of land included in the rail line. As such the information requested is deemed included within the meaning of 49 C.F.R. § 1152.27(a)(3).

We look forward to receiving your prompt response.

Very truly yours,

A handwritten signature in black ink, appearing to read "R.H. Streeter", written in a cursive style.

Richard H. Streeter

RHS:rs

cc: Mr. Vernon A. Williams, Secretary  
Surface Transportation Board  
All parties of record

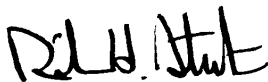
Certificate of Service

I, Richard H. Streeter, do hereby certify that a true copy of the foregoing document was served by first-class mail, postage prepaid, this 23<sup>rd</sup> day of May, 2003, on the following:

Mack H. Shumate, Jr. (via fax and U.S. mail)  
101 North Wacker Drive  
Room 1920  
Chicago, IL 60606

Gary A. Laakso, Esq.  
5300 Broken Sound Boulevard N.W.  
Second Floor  
Boca Raton, FL 33487

Louis E. Gitomer  
Ball Janik LLP  
1455 F Street, N.W., Suite 225  
Washington, D.C. 20005

A handwritten signature in black ink, appearing to read "R.H. Streeter", written over a horizontal line.

Richard H. Streeter

Confirmation Report - Memory Send

Page : 001  
Date & Time: May-23-03 05:54pm  
Line 1 : +13172317433  
Line 2 : +  
Machine ID : INDIANATHORNBURG

Job number : 018  
Date : May-23 05:53pm  
To : 25659002  
Number of pages : 005  
Start time : May-23 05:53pm  
End time : May-23 05:54pm  
Pages sent : 005  
Status : OK

Job number : 018

\*\*\* SEND SUCCESSFUL \*\*\*

**BARNES & THORNBURG**  
btlaw.com

750 17<sup>th</sup> Street N.W.  
Suite 900  
Washington, D.C. 20006-4675  
(202) 289-1313  
Fax Number: (202) 289-1330

FAX COVER SHEET

TO:	NAME	COMPANY NAME	TELECOPY NO.
	David M. Konschnik	Office of Proceedings, Surface Transportation Board	565-9002

FROM: Richard H. Streeter

DIRECT DIAL: 408-6933

DATE: May 23, 2003

E-MAIL:

TIME SENDING:

NUMBER OF PAGES (INCLUDING THIS COVER SHEET): 5

If you have difficulty receiving this Fax, please call Barnes & Thornburg at and ask for \_\_\_\_\_

David, We attempted to file the attached documents at 4:30 p.m. on Friday, May 23, 2003. However, the STB had closed early for the Memorial Day weekend. I trust that the Board will accept the petition as timely filed, even though I cannot get it back to you until Tuesday morning. The Board issued the exemption on the 19th. Assuming that the 5-day period includes only business days, I believe that the petition to toll would not be due until Tuesday in any event. However, out of an abundance of caution, I tried to get it to you this afternoon. Thanks, Richard.

Response once received: Please deliver immediately.

CLIENT# 90008  
MATTER# 30

x Original to follow by mail  
Original will not follow by mail